

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>LYON WILLIAM</u> (Last) (First) (Middle) <u>601 RIVERSIDE AVENUE</u> (Street) <u>JACKSONVILLE FL 32204</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Fidelity National Financial, Inc. [FNF]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/17/2009</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/17/2009		M		24,320	A	\$3.0079	77,363	D	
Common Stock	02/17/2009		M		121,598	A	\$2.8903	198,961	D	
Common Stock	02/17/2009		M		48,637	A	\$4.8014	247,598	D	
Common Stock	02/17/2009		M		44,216	A	\$5.5974	291,814	D	
Common Stock	02/17/2009		M		20,100	A	\$8.2593	311,914	D	
Common Stock	02/17/2009		M		47,506	A	\$12.5195	359,420	D	
Common Stock	02/17/2009		S		306,377	D	\$17.6786 ⁽¹⁾	53,043	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (right to purchase)	\$3.0079	02/17/2009		M		24,320		03/23/2000	03/23/2009	Common Stock	24,320	\$0.00	0	D	
Stock Option (right to purchase)	\$2.8903	02/17/2009		M		121,598		12/22/2000	12/22/2009	Common Stock	121,598	\$0.00	0	D	
Stock Option (right to purchase)	\$4.8014	02/17/2009		M		48,637		04/16/2004	04/16/2011	Common Stock	48,637	\$0.00	0	D	
Stock Option (right to purchase)	\$5.5974	02/17/2009		M		44,216		02/21/2004	02/21/2012	Common Stock	44,216	\$0.00	0	D	
Stock Option (right to purchase)	\$8.2593	02/17/2009		M		20,100		12/23/2005	12/23/2012	Common Stock	20,100	\$0.00	0	D	
Stock Option (right to purchase)	\$12.5195	02/17/2009		M		47,506		10/15/2007	10/15/2012	Common Stock	47,506	\$0.00	0	D	
Stock Option (right to purchase)	(2)							(3)	(4)	Common Stock	64,000		64,000 ⁽⁵⁾	D	

Explanation of Responses:

- This transaction was executed in multiple trades at prices ranging from \$17.37 to \$17.98. The price represents the weighted average sales price of the shares. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer, full information regarding the shares sold at each separate price.
- Represents options granted at various prices.
- Exercise dates vary for each of the option grants.

4. Expiration dates vary for each of the option grants.

5. Reflects Reporting Person's total derivative securities in Fidelity National Financial, Inc. as of February 17, 2009.

Remarks:

William Lyon

02/18/2009

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.